

NewStar Financial, Inc.  
Form 8-K  
March 23, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

**March 19, 2010**

**Date of Report (Date of earliest event reported)**

**NewStar Financial, Inc.**

**(Exact name of registrant as specified in its charter)**

Edgar Filing: NewStar Financial, Inc. - Form 8-K

(State or other jurisdiction  
of incorporation)

(Commission File  
Number)

(IRS Employer  
Identification No.)

500 Boylston Street, Suite 1250, Boston, MA 02116

(Address of principal executive offices) (Zip Code)

(617) 848-2500

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

On March 19, 2010, NewStar Financial, Inc. (the Company ) entered into a Third Omnibus Amendment (the Amendment ) to the Sale and Servicing Agreement, Indenture and Note Purchase Agreement, all dated as of November 19, 2008, by and among US. Bank National Association as the custodian and the indenture trustee, Citibank, N.A. as a liquidity bank and the note purchaser agent, Charta, LLC as an investor under the note purchase agreement, NewStar Warehouse Funding 2005 LLC as the issuer and purchaser, the Company as the seller and servicer, and Lyons Financial Services, Inc. as the backup servicer.

The Amendment, among other things, reduces the commitment amount under the facility to \$75,000,000 from \$150,000,000 and reduces the related demand note to \$7,500,000 from \$15,000,000.

The foregoing description of the Amendment is qualified in its entirety by reference to, and should be read in conjunction with, the actual Amendment, a copy of which is filed with this Current Report on Form 8-K as Exhibit 10.1 and is incorporated herein by this reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

- 10.1 Third Omnibus Amendment, dated as of March 19, 2010, by and among U.S. Bank National Association, Citibank, N.A., Charta, LLC, New Star Warehouse Funding 2005 LLC, NewStar Financial, Inc., and Lyons Financial Services, Inc. Filed herewith.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NEWSTAR FINANCIAL INC.**

Date: March 23, 2010

By: /s/ JOHN KIRBY BRAY  
**John Kirby Bray**  
**Chief Financial Officer**

**EXHIBIT INDEX**

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 10.1                  | Third Omnibus Amendment, dated as of March 19, 2010, by and among U.S. Bank National Association, Citibank, N.A., Charta, LLC, New Star Warehouse Funding 2005 LLC, NewStar Financial, Inc., and Lyons Financial Services, Inc. Filed herewith. |